

Investment Advisor Licence

Application Form for Companies



FINANCIAL SERVICES AUTHORITY

Bois De Rose Avenue
P.O. Box 991
Victoria
Mahé
Seychelles

Tel: +248 4380800
Fax: +248 4380888
Website: www.fsaseychelles.sc
Email: enquiries@fsaseychelles.sc

(Version 1.0)

Investment Advisor Licence - Application Form

Instructions for completing the application form

- Applicants are advised to refer to the Securities Act, 2007 and the Securities (Forms and Fees) when completing the application form.
- The form should be completed in English and the answers to ALL questions should be TYPED or written in INK and in BLOCK LETTERS.
- No question should be left unanswered. Where the Applicant believes that a question does not apply, the Applicant should write “**Not Applicable**” or “**N/A**”.
- If there is insufficient space to answer a question, additional information may be provided on an attachment page and identify the continuation of an answer by stating the question number.
- The declaration on this form must be signed by a director or other duly authorised person.
- If there are any changes in the information furnished in the application prior to the completion of the review of this application, the Authority should be notified immediately.
- This application form must be accompanied by:
 - a. The prescribed fee payable by (i) swift transfer or (ii) bankers’ cheque in favour of the Financial Services Authority (FSA)
 - b. Certified true copies of the constitutional documents (Memorandum and Articles of Association, Certificate of Incorporation, Certificate of Good Standing) of the applicant
 - c. The audited financial statements of the applicant for the last 2 years, if the applicant was not incorporated within the last 12 months
 - d. Personal Questionnaire Form completed by each director, senior officer, individual shareholder and beneficial owner of the applicant (if the relevant party is listed on a stock exchange in a recognised jurisdiction, Personal Questionnaire Forms are not required).
 - e. The last audited financial statements of the controlling owners of the applicant if the controlling owner is a non-individual
 - f. The Representative Licence Application Form
 - g. Notice of place at which the Register of Securities is to be kept as per Section 80(2)(a) of the Securities Act, 2007 and Schedule 1, Form 6 of the Securities (Forms and Fees) Regulations, 2008
 - h. A written notification from the representative in accordance with section 53 of the Securities Act, 2007
 - i. A copy of the policy of insurance (appropriate to the proposed nature and size of the business) of the applicant
- Categories of Acceptable Certifiers (the certifier must be independent from the applicant):
 - (i) a judge; (ii) a magistrate; (iii) a notary public; (iv) a barrister-at-law; (v) a Solicitor; (vi) an attorney-at-law; or (vii) a Commissioner of Oaths.
- The completed application form and any supporting material, should submitted to:

The Managing Director
Financial Services Authority
P.O BOX 991
Roche Caiman, Mahé
Republic of Seychelles
Attn: Funds and Investment Section

NOTE: Failure to disclose and submit all necessary information may lead to the Authority rejecting the application

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Part A

1. Name of Applicant

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2. Details of Registered Office and Principal Place of Business

	Registered Office	Principal Place of Business
Address		
Telephone No.		
Fax No.		
E mail		

3. Place of Incorporation

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4. Details of share capital

Authorised Capital	
Paid-up Capital	
Type of shares issued or to be issued	

5. Details of Directors

	Director 1	Director 2
Name		
Residential Address		

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6. Details of each person who, directly or indirectly, exercises or has power to exercise a controlling influence over the management and policies of the applicant other than those shown as directors

	Person 1	Person 2
Name		
Address		

7. Details of Shareholders and Beneficial Owners

	Shareholder 1	Shareholder 2
Name		
Address		
Number of shares held		
Date of acquisition		
	Name and address of each Beneficial Owner if Shareholder 1 is a nominee or non-individual, with reference to their percentage of beneficial ownership	Name and address of each Beneficial Owner if Shareholder 2 is a nominee or non-individual, with reference to their percentage of beneficial ownership

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8. Details of the parent company (in case the applicant is a subsidiary of another company)

Name	
Address	
Nature of business	

9. Details of subsidiaries (if any) of the applicant or of any enterprise in which the applicant has a shareholding or similar interest

	Subsidiary 1	Subsidiary 2
Name		
Address		
Details and nature of business pursued		

10. State the Name(s) of the prospective representative

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11. Address of all premises at which records or other documents of the business are to be kept

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12. State the address at which the register required under section 80(2)(a) of the Act will be kept

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13. Details of Auditor

Name	
Address	

14. Details of Attorneys-At-Law

Name	
Address	

15. Details of Banker

Name	
Address	

16. State the name, address and occupation of two persons (who must not be related to the applicant, and neither of whom has any interest in the success or otherwise of this application) with whom each director of the applicant has had regular contact over the past 4 years and of whom FSA may enquire regarding their character, reputation and financial standing.

	Person 1	Person 2
Name		
Address		
Telephone No.		
E mail		
Occupation		

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Part B

1. Has the applicant or any director, within the past 10 years:

a) Been licensed or registered in any place under any law which requires licensing or registration in relation to dealing in securities or acting as an investment advisor?	Yes <input type="checkbox"/> No <input type="checkbox"/>
b) Been refused the right or restricted in its or his right to carry on any securities-related business for which a specific licence, registration or other authority is required by law in any place?	Yes <input type="checkbox"/> No <input type="checkbox"/>
c) Been the subject of suspension, cancellation or revocation of its registration, licence or other authorization to carry on securities-related business by any authority in any jurisdiction?	Yes <input type="checkbox"/> No <input type="checkbox"/>
d) Been subject to regulatory or enforcement action by any authority in any jurisdiction?	Yes <input type="checkbox"/> No <input type="checkbox"/>
e) Been a member or partner in a member firm of any securities exchange?	Yes <input type="checkbox"/> No <input type="checkbox"/>
f) Been suspended from membership of any securities exchange or otherwise disciplined by a securities exchange?	Yes <input type="checkbox"/> No <input type="checkbox"/>
g) Been refused membership of any securities exchange?	Yes <input type="checkbox"/> No <input type="checkbox"/>
h) Been known by any name other than the name or names shown in this application?	Yes <input type="checkbox"/> No <input type="checkbox"/>

2. Has any judgment or order or conviction been made or any legal proceedings, actions or other claims pending against the applicant or any of its directors, whether civil or criminal in nature, involving alleged or proven

a) Fraud or dishonesty or theft or misrepresentation or misappropriation or similar conduct?	Yes <input type="checkbox"/> No <input type="checkbox"/>
b) Fraud or dishonesty or theft or misrepresentation or misappropriation or similar conduct arising out of or relating to dealings in securities or securities or investments related business or activities?	Yes <input type="checkbox"/> No <input type="checkbox"/>

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Part C

Set out as annexure to this Application Form the following information:

1. State the nature of the principal business of the applicant
2. Indicate the areas of proposed business for which the applicant requires an investment advisors licence:
 - a) Advising others concerning securities
 - b) Issues or promulgates or reports concerning securities
 - c) Pursuant to a contract or arrangement with a customer, undertakes on behalf of the customer (whether on a discretionary authority granted by the customer or otherwise) the management of a portfolio of securities for the purpose of investment
 - d) Other (please specify)
- i. For each indicated area of proposed business, state in detail the manner in which the business will be conducted and the experience of the applicant and its management staff in that business
- ii. Describe the organizational structure and internal control procedures which the applicant has adopted or proposes to adopt for its proposed business
3. State the type of clients with whom the applicant proposes to do business
4. Indicate whether any director, other officer or representative of the applicant has had any experience in performing the functions in relation to the proposed activity of the applicant
5. Provide details of each (prospective) representative showing full name, date of birth, residential address, academic qualifications and experience
6. State additional information (including any formal qualifications or training and experience of the directors, other officers and representative of the applicant) considered relevant to this application

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DECLARATION

We declare that all information given in this application and in any annexures and supporting documents or other information provided is complete and accurate to the best of my knowledge and belief.

Dated this ____ day of ____

Signature:

SIGNED BY OR ON BEHALF OF THE APPLICANT:

Name:

Applicant:

Witness:

Name:

Address:

Occupation:

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Checklist

Below is a checklist which has been designed to assist applicants to ensure that all of the information required by FSA is submitted when making an application for Investment Advisor (company) Licence under the Securities Act, 2007. This checklist is to serve only as a guide. The Authority may contact the applicant should it require further information.

1. All blank spaces in the Application Form has been filled in.	<input type="checkbox"/>
2. Payment of the application fee (i.e. US\$ 1,000) has been made or attached.	<input type="checkbox"/>
3. Certified true copies of the constitutional documents (i.e. Memorandum and Articles of Association, Partnership agreement, Certificate of Incorporation, trust deed, Certificate of Good Standing) of the applicant have been attached.	<input type="checkbox"/>
4. The last audited financial statements of the controlling owners of the applicant has been attached (if the controlling owner of the applicant is a non-individual)	<input type="checkbox"/>
5. Personal Questionnaire Form completed by each director, senior officer, individual shareholder and beneficial owner of the applicant has been attached.	<input type="checkbox"/>
6. The audited financial statements of the applicant for the last 2 years have been attached (in the case of an applicant not incorporated within the last 12 months).	<input type="checkbox"/>
7. The Representative Licence Application Form has been attached.	<input type="checkbox"/>
8. Notice as per Schedule 1 Form 3 of the Securities (Forms and Fees) Regulations, 2008 has been attached	<input type="checkbox"/>
9. A written notification from the representative in accordance with section 53 of the Securities Act, 2007 has been attached.	<input type="checkbox"/>
10. A copy of the policy of insurance (appropriate to the proposed nature and size of the business) of the applicant has been attached.	<input type="checkbox"/>
11. All the information requested in Part C of this Application Form has been attached.	<input type="checkbox"/>